

Ken and Linda Lay Balance Sheet Comparison April 30, 2001

ENE CPQ	•	•	
Current Assets	<u>3/31/01</u> 13,142,195	<u>4/30/01</u> 5 11,540,415	Variance (1,601,780) KLL & LPL Investments A/R-rec'd approx. \$700,000; other monies used to pay down P/W margin acct.
Marketable Investments Com & Pref Stocks	144,684,122	2 147,475,642	2,791,520 \$4,000,000 ENE stock used to pay off ENE LOC, Goldman Sachs accts, Morgan Stanley accts, Eagle Global acct and Harris Bretall acct liquidated
Executive Stock Options	99,198,785	112,337,387	13,138,602 50,000 ENE stock opt exec under plan
Bonds Mutual Funds	921,145 6,250,103		(46,705) Bond Sold (Caprock) (628,792) Sold TCW mutual funds
Partnerships (Family)*	23,769,506	26,430,582	2,661,076
Long Term Investments	53,419,961	54,078,789	658,828 Genesis Park, Lazard Technology, Sterling Partners, Resaca De Las Palmas
Retirement/Deferred Assets	51,382,905	55,489,519	4,106,614
Personal Non Earning Asset	t s 3,562,821	3,492,543	(70,278) Sold 2000 Mercedes S500V
Current Liabilities	(78,026,057	7) (73,319,616)	4,706,441 ENE LOC paid off, proceeds from liquidation of brokerage accts less income taxes and expenses
Long Term Liabilities	(91,022,183	3) (99,309,489)	•
Business Liabilities	(309,302	(321,165)	(11,863)
NET WORTH	\$ 226,974,001	\$244,390,358	17,416,357

^{*} Value based on FMV of partnership assets. No discount for partnership interest is shown.

NOTE: Net Worth of \$244,390,358 does not reflect 1,523,300 unvested Enron stock options and 151,948 restricted shares of Enron Corp. Based on a FMV of \$62.72/share as of 4/30/01, these options are valued at \$28,926,842 and the restricted shares are valued at \$9,530,179 totaling \$38,457,021. The total value less deferred tax liability of 40% would add approximately \$23,074,213 to the net worth.

LAY-G32 1324



Ken and Linda Lay Balance Sheet Comparison April 30, 2001

CONTINGENT LIABILITIES:

Ken and Linda have guaranteed a mortgage in the amount of \$900,000 maturing on January 1, 2014 with an interest rate of 6.88% at Bank of America for their daughter, Robyn Vermeil. This loan is collateralized by property appraised at \$965,000 as of December 9, 1998.

Ken has guaranteed three secured notes in the amounts of \$250,000 and \$275,000 maturing on October 23, 2001 and a construction loan in the amount of \$1,230,000 maturing on January 17, 2003 for his sister, Sharon Lay. These loans all have an interest rate of 30-Day LIBOR + 1.5% and are collaterized by residential real estate. He has also guaranteed an unsecured note in the amount of \$50,000 for Sharon Lay Productions, Inc. which matures 2/21/02.

Linda has guaranteed a note secured by a 2000 Toyota Avalon in the amount of \$26,949 and a note secured by a 2001 Toyota in the amount of \$19,381.

Linda has guaranteed a note in the amount of \$130,000 maturing November 28, 2005 with an interest rate of 8.15% for Randy Gray. This loan is secured by residential real estate in Galveston.

Ken and Linda have guaranteed an unsecured \$5,000,000 line of credit for MILAND Investments, L.L.C. at Bank of America. The line of credit matures on April 5, 2002 with a floating interest rate of 30-Day LIBOR plus 1.25%. The amount currently funded on the line of credit is \$772,142.

The outstanding commitments for various investments total \$ 19,774,138.

List of Outstanding Commitments For April, 2001

	Total		Outstanding	
PERSONAL	Commitment	Total Invested	Commitment	
		*		•
Capricorn Investors II LP	500,000	500,000	-	
Capricorn Investors III LP	750,000	402,811	347,189	
Carson Private European Fund	1,625,000	1,137,500	487,500	
Chase Cap Ptrs Private Eq Fund	5,000,000	1,806,313	3,193,687	
Corporate Opportunities Funds	750,000	375,000	375,000	
Environmental Opportunities Fund	500,000	475,000	25,000	
Environmental Opportunities II Fund	400,000	168,000	232,000	
Genesis Park LP	500,000	104,544	395,456	4/04-\$104,544
Lazard Technology Partners II LP	1,000,000	389,365	610,635	4/03-\$62,203
Murphree Venture Partners V, LP	500,000	100,000	400,000	
SRE Properties Partnership No. 1, L.P.	2,500,000	1,084,912	1,415,088	
Sterling Group Partners I, L.P.	2,500,000	32,500	2,467,500	4/20-\$32,500
Vanguard VII LP	3,000,000	600,000	2,400,000	
Westbridge Ventures, L.P.	1,000,000	249,917	750,083	
SUBTOTAL	\$ 20,525,000	\$ 7,425,862	\$ 13,099,138	
List of Scheduled Commitments:				
Houston NFL Holdings	11,675,000	5,000,000	6,675,000	
(Offset by Credit Facility at Bank of Am)				
TOTAL	\$ 32,200,000	\$ 12,425,862	\$ 19,774,138	

	Total		Outstanding	
KLL & LPL INVESTMENTS, LTD.	Commitment	Total Invested	Commitment	
				•
Capricorn Investors III LP	250,000	134,271	115,729	
Carson Private Capital IV (Hicks Muse)	1,000,000	900,000	100,000	
DLJ Millennium Partners LP	250,000	250,000	-	
G S Private Equity Partners LP	2,000,000	1,399,764	600,236	
Lazard Technology Partners II LP	500,000	194,683	305,317	4/03-\$31,101
Murphree Venture Partners V, LP	500,000	100,000	400,000	
Sevin Rosen VI Affiliates	50,000	37,500	12,500	
SRE Properties Partnership No. 1, L.P.	2,500,000	1,084,912	1,415,088	
Sterling Group Partners I, L.P.	2,500,000	32,500	2,467,500	4/20-\$32,500
TCW/Hines Emerging Markets R E	1,000,000	365,566	634,434	
Vanguard VII LP	2,000,000	400,000	1,600,000	
Westbridge Ventures, L.P.	500,000	124,958	375,042	
TOTAL	\$ 13,050,000	\$ 5,024,154	\$ 8,025,846	

	Balance
- <u>ASSETS</u>	
CURRENT ASSETS	
Cash on Hand:	
CASH ON HAND/SK	219.00
CASH ON HAND/PSTOKES	451.95
CASH ON HAND/MSTURGIS	200.00
CASH ON HAND/LEONA	381.63
CASH ON HAND/PRAKER	219.33
CASH ON HAND/BVLILT	389.14
Total Cash on Hand:	1,861.05
Checking Accounts:	
BANK OF AMERICA 0707	96,319.45
BANK OF AMER/LPL PROP	-2,231.39
BANK OF AMER/STOKES	7,120.63
CHASE BANK CHECKING	821.80
VECTRA BANK	14,139.19
UNITY 109-900	-196.86
Total Checking Accounts:	115,972.82
Manage Manage Anagement	
Money Market Accounts: WASHINGTON DC ACCT	00 000 00
Total Money Market Accounts:	90,000.00
Total Money Market Accounts.	90,000.00
Brokerage Accounts:	
CHARLES SCH-CAPROCK/SCH-CR	492.92
GOLDMAN SACHS/GS-61	470.43
GOLDMAN SACHS/GS-42	37.58
MORGAN STANLEY MMA/MS-36	31.39
PAINE WEBBER MMA/PW-22	541,405.30
PAINE WEBBER CYPRESS/PW-43	1,820.33
PAINE WEBBER HB/PW-65	244,680.55
PAINE WEBBER EGA/PW-11	11,589.52
PAINE WEBBER CAP/PW-46	62,774.13
PAINE WEBBER TCW CE/PW-71	18,695.82
PAINE WEBBER TCW MC/PW-72	31,078.30
Total Brokerage Accounts:	913,076.27
Savings Accounts:	
ENRON CREDIT UNION/KLL	45.73
Total Savings Accounts:	45.73
Treasury Bills:	
SAVINGS BONDS	600.00
Total Treasury Bills:	600.00
TO THE AL WHO WAY AND ADDRESS OF THE PARTY O	00.00

<u>Balance</u>

Short-term Receivables:	. 0 /
ACCT RECV-KLL & LPL INVEST	$1,853,500.00$ (As of $5/31 \Rightarrow $$
ACCT RECV-TDH	500,000.00
ACCT RECV-TDH (LOOSCAN)	1,000,000.00 (Paid 5/24)
ACCT RECV-MKL	150,000.00
ACCT RECV-MKL (OVERBROOK)	1,309,400.00 (Paid off 5/03/01)
ACCT RECV-RENT DEP (#1000)	2,102.08
ACCT RECV-RENT DEP (#811)	1,058.33
ACCT RECV-S. HOBBS	75,000.00
ACCT RECV-D. HOBBS	75,000.00
ACCT RECV-RRH	20,000.00
ACCT RECV-RRH(DEL MONTE)	1,535,786.52 (Paid 5/24)
ACCT RECV-RRH (DICKEY)	135,000.00
ACCT RECV-BJONES	104,040.16
ACCT RECV-RV	84,643.00
ACCT RECV-ELV(FL)	580,000.00
ACCT RECV-ELV(TX)	790,242.27
ACCT RECV-G KINNEAR	625,000.00
ACCT RECV-JANE TRAN	25,000.00
ACCT RECV-E MCELROY	1,850.00
ACCT RECV-MISC	-2,251.50
ACCT RECV-RANDY GRAY	2,800.00
ACCT RECV-S. ADARO	6,900.00
ACCT RECV-A. PHILLIPS	37,000.00
ACCT RECV-JIM EMERSON	18,000.00
ACCT RECV-P TERRAZAS	14,000.00
ACCT RECV-T. ZILBERFARB	15,000.00
ACCT RECV-HUGUES HEYMAN	1,000.00
Total Short-term Receivables:	8,960,070.86
Notes Receivable:	•
FAM PTRNS ANNUITY-2/KLL	730,081.17
FAM PTRNS ANNUITY-2/LPL	728,707.10
Total Notes Receivable:	1,458,788.27
TOTAL CURRENT ASSETS	11,540,415.00

	Balance
MARKETABLE INVESTMENTS	
Enron Corp.	\$ 112,307,560.96
Common Stock	8,993,100.00
Fayez Sarofim MgmtCom	3,074,345.10
Sanders Morris Mundy-Com	238,685.25
Cypress Asset MgmtCom.	3,362,703.15
Caprock Capital Advisors	728,908.65
PaineWebber Core Hold.	3,109,676.00
TCW Core Equity	639,322.35
TCW Mid Cap Equity	1,601,071.77
Privately-Held Stock	13,420,268.71

Vested Exec Stock Options:	
CPQ ESO 4-97 5000SH (98)	7,350.00
CPQ ESO 4-97 25000SH (99)	36,750.00
CPQ ESO 4-97 4370SH	41,427.60
CPQ ESO 4-98 2,424 SHS	7,417.44
CPQ ESO 4-99 2,953 SHS	16,684.45
ENE ESO 12-95 168,632 SHS	7,362,473.12
ENE ESO 12-96 118,620 SHS	4,882,399.20
ENE ESO 1-97 113,090 SHS	4,576,752.30
ENE ESO 1-97 1,275,000 SHS	52,313,250.00
ENE ESO 1-98 127,184 SHS	5,425,669.44

	<u>Balance</u>
ENE-ESO 12-98 442,988 SHS	15,145,759.72
ENE ESO 12-99 650,000SHS	16,594,500.00
ENE ESO 1-00 384,617 SHS	5,926,947.97
ENE ESO 2-00 26 SHS	5.72
Total Vested Exec Stock Options:	112,337,386.96
Corporate Bond-Convertibl:	
LAKEWOOD SPORT CONV/SMH-JT	52,250.00
LAKEWOOD SPORT-1/SMH-JT	52,250.00
LAKEWOOD SPRT CONV2/SMH-JT	30,041.00
EARTHCARE CO DEB/SMH-JT	100,000.00
EARTHCARE CO 1534SH/SMH-JT	1,534.00
EARTHCARE CO 2531SH/SMH-JT	2,531.00
EARTHCARE CO 2594SH/SMH-JT	2,594.00
EARTHCARE CO 2688SH/SMH-JT	2,688.00
EARTHCARE CO 2756SH/SMH-JT	2,756.00
EARTHCARE CO 1SH/SMH-JT	1.00
EARTHCARE CO 2794SH/SMH-JT	2,794.00
EARTHCARE CO 1SH-2/SMH-JT	1.00
EVELOCITY CORP NOTE NO. 1	150,000.00
EVELOCITY CORP NOTE NO. 2	150,000.00
FLASHFIND CORPORATION	250,000.00
FLASHFIND CORP NOTE 3/01	75,000.00
Total Corporate Bond-Convertibl:	874,440.00
Mutual Funds:	
GS 1999 EXCH FND/GS	5,621,310.83
Total Mutual Funds:	5,621,310.83
Partnerships-other.	
KLL & LPL INVESTMENT PTRNS	25,009,943.00
KLL & LPL FAMILY PTRNS	1,420,639.00
Total Partnerships-other.	26,430,582.00
TOTAL MARKETABLE INVESTMENTS	292,739,361.73
LONG-TERM INVESTMENTS	
Residence:	
REAL ESTATE/HUNTINGDON	10,113,993.23
Total Residence:	10,113,993.23
Real Estate Other Homes:	
REAL ESTATE/ASPEN1	2,878,481.52
REAL ESTATE/ASPEN2	5,630,064.33
REAL ESTATE/ASPEN3	6,251,793.78
PIRATES' COVE LOTS	299,742.66

	Balance
REAL ESTATE/B-3431	464,823.79
REAL ESTATE/B-3429	708,027.34
REAL ESTATE/B-3433	859,357.60
REAL ESTATE/REBA	492,639.61
REAL ESTATE/ASPEN4	1,731,356.26
REAL ESTATE/WESTGATE	284,873.38
REAL ESTATE/2514 AVALON	283,421.38
Total Real Estate Other Homes:	19,884,581.65
Real Estate Active Rental:	
REAL ESTATE/1741SR	147,309.00
REAL ESTATE/1852MAR	104,044.97
REAL ESTATE/1856MAR	173,048.67
REAL ESTATE/1918SR	243,875.17
REAL ESTATE/KINGS	190,000.00
REAL ESTATE/VIKING	60,000.00
REAL ESTATE/MEXICO MO	240,026.00
REAL ESTATE/2403 AVALON	944,179.00
Total Real Estate Active Rental:	2,102,482.81
Real Estate Passive:	
BLENHEIM APARTS, LTD.	225,000.00
COLORADO OASIS LTD.	223,448.00
CREEKSTONE SOUTH RICE PTRS	291,800.00
CREEKSTONE WALNUT LP	750,000.00
DYMAXION APARTMENTS, LTD	22,422.00
HAINES APARTMENTS, LTD.	100,000.00
JESTER APTS PARTNERS,LP	470,413.00
J.T.FAM,SR. INVEST., LTD.	507,838.00
LAKE CHARLES APTS., LTD.	240,000.00
MILAND INVESTMENTS LLC	956,370.60
NOLANA, LTD.	186,000.00
RESACA DE LAS PALMAS	240,000.00
SRE PROPERTIES PTR NO. 1	1,084,912.33
TRAILSIDE APTS, LTD.	500,000.00
W.E. TRADE INVESTMENTS LTD	277,417.00
W.A.REHAUSENLOT INV LTD	117,302.00
Total Real Estate Passive:	6,192,922.93
Farming Interests:	
11 ACRES ILLINOIS	4.500.00
	4,500.00
Total Farming Interests:	4,500.00
Other Investments:	
BROADWING, LLC	100,000.00

	Balance
CAPRICORN INVESTORS II LP	618,540.00
CAPRICORN INVESTORS III	404,163.00
CARSON PRIV CAP EUROPE LP	1,113,318.00
CHASE CAP PTRS PRV FUND	1,881,665.29
CORPORATE OPPT FUND/SMH-JT	339,000.00
CHAMPION L.L.C/SMH-JT	96,812.00
CON-EQUIP LLC/SMH-JT	100,000.00
CON-EQUIP II LLC/SMH-JT	32,700.00
ENVIR OPP 500,000SH/SMH-JT	242,500.00
ENVIRON OPP FUND II/SMH-JT	76,400.00
GENESIS PARK LP	104,544.00
HOUSTON NFL HOLDINGS 2.5%	5,000,000.00
INDX LLC/SMH-JT	10,928.57
KESTREL VENTURES, LLC	42,441.59
LAZARD TECH PTRS II LP	389,365.00
LOMBARDI LLC/SMH-JT	40,832.50
MURPHREE VENTURE PTRS LP	100,000.00
MV PTRNS-CYBER DIALOGUE	346,500.00
MV PARTNERS	250,000.00
SANDERS OPPORT FUND/SMH-JT	932,107.29
STERLING GROUP I LP	32,500.00
TACONIC CAPITAL PTRS LP	2,676,074.00
TCW WESTBRIDGE VENTURES	249,917.00
VANGUARD VII LP	600,000.00
Total Other Investments:	15,780,308.24
TOTAL LONG-TERM INVESTMENTS	54,078,788.86
RETIREMENT/DEFERRED ASSETS	
IRA:	
PAINE WEBBER-IRA/KLL-PW	48,497.38
Total IRA:	48,497.38
IRA/Spouse:	
PAINE WEBBER-IRA/LPL-PW	48,528.47
Total IRA/Spouse:	48,528.47
Retirement Plan:	
ENRON-RETIREMENT	4,220,212.93
ENRON SAVINGS RO/PW401K	5,119,018.24
ENRON SAV RO MMA/PW401K	63,745.33
KEOGH MMA/PW-18	2,300.61
KEOGH MUNDER TECH/PW-18	178,937.37
ENRON SAVINGS 401(K)	1,159,285.12
ENRON ESOP	7,610.44
FID GROWTH CO 401(K)/KLL	20,186.00

	Balance
FID OTC 401(K)/KLL	11,068.00
FID OVERSEAS 401(K)/KLL	22,617.00
FID MAGELLAN 401(K)/KLL	57,417.00
MANULIFE ANN KLL/PW-R	3,385,989.30
MANULIFE ANN LPL/PW-R	2,919,664.94
Total Retirement Plan:	17,168,052.28
Deferred Compensat'n Plan:	02 (04 00
HNG PLAN-85	83,604.00
ENRON DEFERRED COMP-85	3,737,057.12
ENRON DEFERRED COMP-94	1,254,153.00
ENRON PHANTOM STOCK DEF	31,600,063.00
ELI LILLY DEFERRED COMP	1,522,681.16
TCW DEFERRED COMP	26,882.19
Total Deferred Compensat'n Plan:	38,224,440.47
TOTAL RETIREMENT/DEFERRED ASSETS	55,489,518.60
PERSONAL/NON-EARNING ASSET	
Automobile(s):	
\$ - 90 JEEP WRANGLER	5,700.00
- 92 4WD JEEP CHEROKEE	7,400.00
8 - 93 MERCEDES 600SL	40,000.00
95 LT SUBURBAN CHEVY	13,000.00
- 96 RANGE ROVER	30,000.00
QV-4-99 MERCEDES ML430	39,000.00
ASP - 97 SUBURBAN CHEVY	15,000.00
P - 00 MERCEDES ML55	73,348.19
ρ - 00 MERCEDES G500 LWB	149,176.18
ASP - 00 YELLOW JEEP WRANGLER	20,400.00
AQ - 00 SILVER JEEP WRANGLER	20,400.00
A-D -00 RED JEEP WRANGLER	20,400.00
ASP ~ 01 GMC DENALI	47,272.40
01 GMC YUKON	1,000.00
A - 01 GRAND CHEROKEE	37,801.28
Total Automobile(s):	519,898.05
i otal Automobile(3).	013,020.02
Home Furnishings:	
HOME FURNISHINGS/HUNT	2,101,387.62
HOME FURNISHINGS/ASPEN1	138,984.11
HOME FURNISHINGS/B-3431	166,950.25
HOME FURNISHINGS/B-3429	80,833.15
HOME FURNISHINGS/B-3433	103,166.86
HOME FURNISHINGS/ASPEN2	236,641.69
HOME FURNISHINGS/ASPEN3	553.86
Total Home Furnishings:	2,828,517.54
	•

_	Balance
Other Vehicles & Equip: BW 21' OUTRAGE BOAT DUFFY 18'-I DUFFY 18'-II HURRICANE 19' SPIRIT CANOE SUPER SPORT BOAT 1997 Total Other Vehicles & Equip: TOTAL PERSONAL/NON-EARNING ASSET TOTAL ASSETS	49,327.00 19,098.00 19,098.00 22,695.14 406.43 33,502.74 144,127.31 3,492,542.90 417,340,627.09
LIABILITIES CURRENT LIABILITIES Notes Payable: CHASE BANK LOC COMPASS BANK LOC BANK OF AMER \$40M NON PAINE WEBBER-LOC/PW-42 ACCT PAYABLE (ST)-ENRON Total Notes Payable:	7,042,000.00 3,489,871.12 21,344,391.70 27,164,266.70 690,337.23 59,730,866.75
Security Deposits: SEC DEPOSIT/Z-1918SR SEC DEPOSIT/Z-1856MAR SEC DEPOSIT/Z-MCDUF Total Security Deposits: Margin Acct Liability: PAINE WEBBER MARGIN/PW-44	850.20 125.00 400.00 1,375.20
PAINE WEBBER MARGIN/PW-33 Total Margin Acct Liability: TOTAL CURRENT LIABILITIES	11,940,563.50 13,587,373.92 73,319,615.87
LONG-TERM LIABILITIES Home Mortgage: BANK OF AMER/HUNTINGDON BANK OF AMER/HUNT #2 LIEN BANK OF AMER/HUNT #3 LIEN Total Home Mortgage:	4,354,380.13 488,970.92 490,141.11 5,333,492.16
Other Real Estate Mtge: BANK OF AMER/ASPEN1 CITICORP MORTGAGE/B-3431	1,502,452.42 185,894.34

LAY-G32 1334

	<u>Balance</u>
BANK OF AMER/B-3429	237,956.01
BANK OF AMER/B-3433	523,835.90
BANK OF AMER/REBA	318,065.58
BANK OF AMER/2514 AVALON	225,000.00
BANK OF AM/ASPEN2	4,264,518.58
BANK OF AM/ASPEN3	5,499,960.62
BANK OF AMER/ASPEN4	1,200,000.00
BANK OF AMER/2403 AVALON	839,320.72
Total Other Real Estate Mtge:	14,797,004.17
Total Ouler Real Estate Wilge.	14,757,004.17
Investment Liabilities:	
BANK OF AMER/GALV LOTS	93,498.49
BANK OF AMER/WESTGATE LOT	191,250.00
BK OF AM/CREDIT FACILITY	5,000,000.00
Total Investment Liabilities:	5,284,748.49
Deferred Tax Liabilities:	
DEF TAX LIAB-STK OPT ONLY	73,894,244.00
Total Deferred Tax Liabilities:	73,894,244.00
TOTAL LONG-TERM LIABILITIES	99,309,488.82
DUOD ITOG I I I DII MITO	
BUSINESS LIABILITIES	
Employer Taxes/Bus:	(2.25/.(0
MEDIC WITHHELD-EE (TX)	63,356.69
SOC SEC WITHHELD-EE (TX)	8,113.30
MEDIC WITHHELD-LPL EE(TX)	8,398.56
SOC SEC WITHHELD-LPL (EE)	1,136.64
FIT WITHHELD-EE (TX)	142,638.70
FIT WITHHELD-LPL EE(TX)	16,340.00
SIT WITHHELD-EE (HH-CO)	176.00
Total Employer Taxes/Bus:	240,159.89
Accrued FICA Tax/Business:	
MEDIC PAYABLE-ER (TX)	63,356.69
SOC SEC PAYABLE-ER (TX)	8,113.19
MEDIC PAYABLE-LPL ER(TX)	8,398.56
SOC SEC PAYABLE-LPL ER(TX)	1,136.64
Total Accrued FICA Tax/Business:	81,005.08
TOTAL BUSINESS LIABILITIES	321,164.97
TOTAL LIABILITIES	172,950,269.66
	1,200,200,000
NET WORTH	
TOTAL NET WORTH	244,390,357.43
TOTAL LIABILITIES AND NET WORTH	417.340,627.09